

**ACTION BY THE GOVERNING BOARD  
RESTATEMENT OF QUALIFIED RETIREMENT PLAN**

The undersigned, being all of the members of the Governing Board of City of Manitowoc (“Employer”), hereby consent to the following resolutions:

WHEREAS, the Employer has maintained the City of Manitowoc 401a Special Pay Plan (“Plan”) since 4-1-2014 for the benefit of eligible employees;

WHEREAS, the Employer is restating the above-referenced Plan to comply with the requirements of the 2017 IRS Cumulative List (IRS Notice 2017-37), the American Taxpayer Relief Act of 2012, the Tax Cuts and Jobs Act of 2017 and other applicable guidance (collectively referred to herein as the Cycle 3 restatement); and

WHEREAS, the Employer wishes to affirm the appointment of Pelion Benefits, Inc. Vint C. Butler 888.532.7526 www.pelionbenefitsinc.com as Trustee(s) of the Plan.

NOW, THEREFORE, BE IT RESOLVED that the Employer hereby adopts the City of Manitowoc 401a Special Pay Plan as the complete Cycle 3 restatement of the prior Plan, to be effective on 1-1-2022;

RESOLVED FURTHER that the undersigned members of the Governing Board authorize the execution of the restated Plan document and authorize the performance of any other actions necessary to implement the adoption of the Cycle 3 Plan restatement. The members of the Governing Board may designate any members of the Governing Board (or other authorized person) to execute the restated Plan document and perform the necessary actions to adopt the restated Plan. The Employer will maintain a copy of the restated Plan, as approved by the members of the Governing Board, along with a copy of the prior Plan, in its files;

RESOLVED FURTHER that the Employer will act as administrator of the Plan and will be responsible for performing all actions necessary to carry out the administration of the Plan. The Employer may designate any other person or persons to perform the actions necessary to administer the Plan; and

RESOLVED FURTHER that Plan participants shall be provided with a summary of the Plan provisions within a reasonable period of time following the adoption of the restated Plan.

**Members of the Governing Board:**

_____	_____	_____
<b>[Name]</b>	<b>[Signature]</b>	<b>[Date]</b>
_____	_____	_____
<b>[Name]</b>	<b>[Signature]</b>	<b>[Date]</b>
_____	_____	_____
<b>[Name]</b>	<b>[Signature]</b>	<b>[Date]</b>
_____	_____	_____
<b>[Name]</b>	<b>[Signature]</b>	<b>[Date]</b>